

ICE
MILLER
DONADIO
& RYAN

0100229037

RECORDATION NO. 16597-A FILED 1425

May 13, 1994

MAY 18 1994 -3 30 PM Matthew C. Hook
INTERSTATE COMMERCE COMMISSION (317)236-2392

DOCUMENT FOR RECORDATION

BY OVERNIGHT COURIER

Ms. Mildred Lee
Office of the Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue
Room 2303
Washington, DC 20403

Dear Ms. Lee:

I have enclosed two (2) originally executed and two (2) counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The enclosed document is a Termination of Lease, a secondary document, executed by General Electric. The primary document to which this Termination relates is a Demonstration Lease Agreement, by and between General Electric Corporation, a New York corporation acting through its Transportation Systems Business Operation as "Lessor" and The Indiana Rail Road Company, an Indiana corporation as "Lessee", filed with the Interstate Commerce Commission on November 7, 1989 and recorded under Recordation No. 16597.

A fee of eighteen dollars (\$18.00) is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to:

Matthew C. Hook
ICE MILLER DONADIO & RYAN
One American Square, Box 82001
Indianapolis, IN 46282

Ms. Mildred Lee
May 13, 1994
Page 2

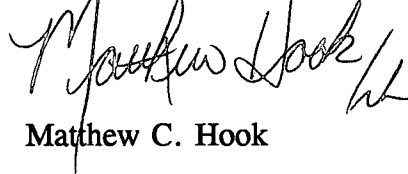
A short summary of the enclosed secondary document to appear in the index follows:

"Termination by General Electric Company of all its rights, title and interest under a Demonstration Lease Agreement, a primary document recorded with the Interstate Commerce Commission under Recordation No. 16597."

The undersigned is the attorney for the Lessee under the above-described Lease, The Indiana Rail Road Company.

Very truly yours,

ICE MILLER DONADIO & RYAN

A handwritten signature in black ink, appearing to read "Matthew C. Hook", with a stylized flourish at the end.

Matthew C. Hook

MCH/rh
Enclosures

cc: Ed Lembitz

IBB13577.WP5

MAY 18 1994 - 3 30 PM

TERMINATION OF LEASE INTERSTATE COMMERCE COMMISSION

This Termination of Lease is made as of April 1, 1994, by and between General Electric Corporation, a New York corporation acting through its Transportation Systems Business Operation ("Lessor"), and The Indiana Rail Road Company, an Indiana corporation ("Lessee").

WHEREAS, the Lessor and the Lessee are parties to a Demonstration Lease Agreement (the "Lease") that was filed with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303 on November 7, 1989 and given Recordation Number 16597;


WHEREAS, the Lessor and the Lessee desire to terminate and cancel the Lease with respect to the equipment described therein and herein and to record such termination and cancellation with the ICC;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is hereby acknowledged, the Lessor and the Lessee, intending to be legally bound, hereby agree as follows:

1. The Lessor and the Lessee hereby terminate and cancel the Lease, effective as of April 1, 1994, with respect to the equipment described therein (the "Terminated Equipment").
2. The Lessor and the Lessee agree to record this Termination of Lease with the ICC so as to release the Lessor's lien against the Terminated Equipment.
3. This Termination of Lease may be executed by the parties hereto in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Lessor and the Lessee have each caused this Termination of Lease to be duly executed by their authorized officers as of the date and year first above written.

Attest:

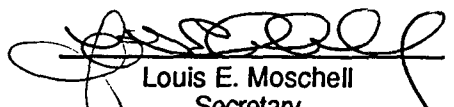

Shawn P. Galey
Attesting Secretary

GENERAL ELECTRIC COMPANY

By:



Dennis Taylor
Manager, Motive Power Leasing

Attest:


Louis E. Moschell
Secretary

THE INDIANA RAIL ROAD COMPANY

By:


Thomas G. Hovack
President

Commonwealth of Pennsylvania)
)
County of Erie)

On this 26th day of April, 1994, before me personally appeared Dennis Taylor, to me personally known, who, being duly sworn, did depose and say that he is Manager, Motive Power Leasing of the Transportation Systems Business Operation of General Electric Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Carol A. Wahlen

Notary Public

My commission expires:

Notarial Seal
Carol A. Wahlen, Notary Public
Lawrence Park Twp Erie County
My Commission Expires Dec 12, 1994

State of Indiana)
)
County of Marion)

On this 5th day of May, 1994, before me personally appeared Thomas G. Hovack, to me personally known, who, being duly sworn, did depose and say that he is President of The Indiana Rail Road Company, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Sandra M. Stockman

Notary Public

My commission expires:

SANDRA M STOCKMAN
NOTARY PUBLIC STATE OF INDIANA
JOHNSON COUNTY
MY COMMISSION EXP NOV 2, 1996

ICE
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DONADIO
& RYAN

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